

1. Name of Registrant

Cleary, Gottlieb, Steen & Hamilton

2. Registration No.

508

3. This amendment is filed to accomplish the following indicated purpose or purposes:

☐ To correct a deficiency in

☐ Initial Statement

☐ Supplemental Statement for _____

☐ To give a 10-day notice of a change in information as required by Section 2(b) of the Act.

☒ Other purpose (specify) To register for an additional foreign principal

☐ To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list-

Exhibit A to Registration Statement (Form OBD-67)

Exhibit B to Registration Statement (Form OBD-65)

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

Petroleos de Venezuela is added as a new foreign principal in the firm's registration statement. (See attached Exhibits A and B.)

INTERNAL SECURITY
SECTION
REGISTRATION UNIT
MAY 29 9 57 AM '86
RECEIVED
U.S. DEPARTMENT
OF JUSTICE
CRIMINAL DIVISION

The undersigned swear(s) or affirm(s) that he has (*they have*) read the information set forth in this amendment and that he is (*they are*) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (*their*) knowledge and belief.

(Both copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

J. Eugene Marans
J. Eugene Marans

Daniel B. Silver
Daniel B. Silver

John S. Magney
John S. Magney

Subscribed and sworn to before me at *City of Washington, District of Columbia*
this *27th* day of *May*, 19 *86* *Geraldine C. Ellenberger*
(Notary or other officer)

My Commission Expires February 29, 1988

My commission expires _____

EXHIBIT A

TO REGISTRATION STATEMENT

Under the Foreign Agents Registration Act of 1938, as amended

Furnish this exhibit for EACH foreign principal listed in an initial statement
and for EACH additional foreign principal acquired subsequently

INTERNAL SECURITY
SECTION INT
REGISTRATION
MAY 29 9 57 AM '81
U.S. DEPARTMENT OF JUSTICE
CRIMINAL DIVISION

1. Name and address of registrant

Cleary, Gottlieb, Steen & Hamilton
1752 N Street, N.W.
Washington, D.C. 20036

2. Registration No.

508

3. Name of foreign principal

Petroleos de Venezuela, S.A.

4. Principal address of foreign principal

A.V. Libertador
La Campina
Apdo. 169
Caracas, 1010-A Venezuela

5. Indicate whether your foreign principal is one of the following type:

☐ Foreign government

☐ Foreign political party

☒ Foreign or ☐ domestic organization: If either, check one of the following:

☐ Partnership

☐ Committee

☒ Corporation

☐ Voluntary group

☐ Association

☐ Other (specify) _____

☐ Individual - State his nationality _____

6. If the foreign principal is a foreign government, state:

a) Branch or agency represented by the registrant.

Not Applicable

b) Name and title of official with whom registrant deals.

7. If the foreign principal is a foreign political party, state:

a) Principal address

b) Name and title of official with whom the registrant deals.

Not Applicable

c) Principal aim

8. If the foreign principal is not a foreign government or a foreign political party,

a) State the nature of the business or activity of this foreign principal

Petroleos de Venezuela is a holding company conducting its business through subsidiaries engaged in the exploration, production, refining and marketing of crude oil and refined petroleum products and the manufacture of petrochemicals.

Term 1d
12-31-86

b) Is this foreign principal

Owned by a foreign government, foreign political party, or other foreign principal Yes ☒ No ☐

Directed by a foreign government, foreign political party, or other foreign principal. . . . Yes ☒ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal Yes ☒ No ☐

Financed by a foreign government, foreign political party, or other foreign principal Yes ☐ No ☒

Subsidized in whole by a foreign government, foreign political party, or other foreign principal Yes ☐ No ☒


Subsidized in part by a foreign government, foreign political party, or other foreign principal Yes ☐ No ☒

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page may be used.)

Petroleos de Venezuela is owned by the National Executive of the Republic of Venezuela.

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

Not Applicable

Date of Exhibit A May 27, 1986	Name and Title J. Eugene Marans, Partner	Signature 
-----------------------------------	---	--

UNITED STATES DEPARTMENT OF JUSTICE
Washington, D.C. 20530

EXHIBIT B

TO REGISTRATION STATEMENT
Under the Foreign Agents Registration Act
of 1938, as amended

RECEIVED
U.S. DEPT. OF JUSTICE
CRIMINAL DIVISION
MAY 28 9 57 AM '86
INTERNAL SECURITY
SECTION ON
REGISTRATION

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements; or, where no contract exists, a full statement of all the circumstances, by reason of which the registrant is acting as an agent of a foreign principal. This form shall be filed in duplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Name of Registrant	Name of Foreign Principal
Cleary, Gottlieb, Steen & Hamilton	Petroleos de Venezuela, S.A.

Check Appropriate Boxes:

- ☐ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach two copies of the contract to this exhibit.
- ☐ There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach two copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- ☒ The agreement or understanding between the registrant and foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and the expenses, if any, to be received.

We have been requested orally to provide legal services to the foreign principal, some of which could be regarded as requiring registration. The term of our engagement is indefinite. We will be compensated for our efforts in accordance with our normal billing practice, under which fees are set primarily on the basis of time expended by our professional staff. In addition, it is understood that we will be reimbursed for disbursements, including costs of communication, photocopies, word processing, travel and postage.

- Describe fully the nature and method of performance of the above indicated agreement or understanding.

The above indicated understanding will be performed by our furnishing legal services as may be requested by the foreign principal from time to time. This may include assisting or representing the foreign principal at meetings or in communication with U.S. Government officials.

Term 1 d
12-31-86

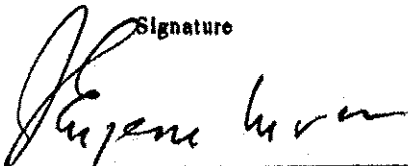
5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

See answer to question 4.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?^{1/} Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

See answer to question 4.

Date of Exhibit B	Name and Title	Signature
May <u>27</u> , 1986	J. Eugene Marans, Partner	

^{1/} Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.